

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

Re: ECF No. 2994

URGENT MOTION TO SEAL DOCUMENTS

To the Honorable United States Magistrate Judge Judith Gail Dein:

The Financial Oversight and Management Board for Puerto Rico (“FOMB”), and the Commonwealth of Puerto Rico (the “Commonwealth”), by and through the FOMB as the Commonwealth’s representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),² the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF” and together with the FOMB and the Commonwealth, the “Respondents”), through their undersigned counsel, hereby file this Urgent Motion to Seal Documents.

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² PROMESA has been codified in 48 U.S.C. §§ 2101–2241.

1. Respondents, through the undersigned counsel, will attend the hearing currently scheduled for May 21, 2018 (the “May 21 Hearing”) and present argument in response to the *Ad Hoc Group of General Obligation Bondholders, Ambac Assurance Corporation, Assured Guaranty Corp. and Assured Guaranty Municipal Corp., the Mutual Fund Group, and National Public Finance Guarantee Corporations’ Motion to Compel Compliance With February 26, 2018 Order And For Entry Of A Protective Order* [ECF No. 2865] (the “Motion to Compel”).

2. Pursuant to the Court’s order entered on May 2, 2018, parties wishing to present evidence at the May 21 Hearing are required to submit their exhibits electronically in a USB Drive or CD-Rom to the Courthouse in Puerto Rico. [ECF No. 2994]

3. Pursuant to this Court’s order entered on April 27, 2018, at the conclusion of the hearing on the Motion to Compel, “the parties to the Renewed 2004 Motion should be prepared to discuss a process and schedule for addressing any challenges to claims of deliberative process privilege.” [ECF No. 2969]

4. As set forth in the Joint Report filed on May 14, 2018 [ECF No. 3061], Movants³ have suggested they will raise challenges to the Respondents’ categorical privilege logs, which Respondents assert have been waived. Respondents believe that submission of the categorical privilege logs for this Court’s review would assist the Court in determining how to proceed in addressing Movants’ anticipated challenges.

5. Accordingly, in connection with discussing the process and schedule for addressing deliberative process challenges, Respondents intend to use the following exhibits, which contain confidential, non-public information:

Exhibit 1_ AAFAF FP Deliberations Categorical Privilege Log.PDF

³ “Movants” refers to the term defined in the Motion to Compel.

Exhibit 2_ April 6 2018 letter to Counsel from Margaret Dale re Privilege Log.PDF

6. Both these exhibits contain confidential non-public information regarding deliberative communications and materials exchanged between and among AAFAF, the FOMB, and their respective counsels and advisors.

7. Pursuant to Rule 9037(c) of the Federal Rules of Bankruptcy Procedure and Local Bankruptcy Rule 9018-1, Respondents request that the Court grant leave for Respondents to submit the referenced exhibits under seal, as the same contain confidential, non-public information.

8. Movants have informed the Respondents that they take no position on whether Respondents can make the requisite showing necessary to file the privilege logs under seal, and reserve their rights to object to the designation of those (or any future) logs as confidential.

9. Pursuant to Paragraph 1.H of the *Fourth Amended Notice, Case Management and Administrative Procedures* [ECF No. 2839-1] (the “Case Management Procedures”), Respondents hereby certify that they have carefully examined the matter and concluded that there is a true need for this motion, and that they have made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought before the Court.

Notice

10. In accordance with Paragraph II.F of the Case Management Procedures, Respondents have provided notice of this motion to all counsel of record. Respondents submit that, in light of the nature of the relief requested, no other or further notice need be given.

Dated: May 17, 2018
San Juan, Puerto Rico

Respectfully submitted,

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Exhibit A

Proposed Order